

## Chapter I. Bylaws

### Article A.

#### **Part 1. Definitions**

- Section a. Louisiana School of Math, Science, and the Arts. The term "school" when used in these bylaws, shall refer to the school governed by the Board of Directors for the Louisiana School for Math, Science, and the Arts as established by Acts 1981, No. 932, enacting Part II of Chapter 8, consisting of R.S. 17:1961 through 17:1968, effective September 1, 1982 and any amendments as may be added thereto.
- Section b. The Board of Directors, or the "Board", as used in these laws shall refer to the governing board of the Louisiana School of Math, Science, and the Arts, as duly appointed and qualified as provided by law.
- Section c. Chairperson of the Board. The term "Chairperson of the Board" as used by these bylaws shall refer to the Board member who is duly elected Chairperson or Acting Chairperson of the Board.
- Section d. Executive Director and Chief Administrative Officer. The Executive Director (ED) of the School shall be selected by the Board as provided by law, and shall act as the Chief Administrative Officer of the Board.

#### **Part 2. General Duties and Administrative Policy of the Board**

- Section a. General Duties. It shall be the function of the Board of Directors to support the mission of the School as follows: "The Louisiana School for Math, Science, and the Arts, a preeminent state-supported residential high school with competitive admissions for high-achieving, highly-motivated students, fosters in young scholars lifelong growth toward reaching individual potentials and findings places of work and

service in a global society through the examination and exchange of ideas in a community of learners."

Section b. General Statement of Administrative Policy. The Board shall determine broad administrative and educational policies for the conduct of both the Board and School affairs and shall provide for the execution of its policies by the ED of the School and all other employees of the School.

### **Part 3. Board Officers**

Section a. Election of Officers. At the first regularly scheduled Board meeting after June 1<sup>st</sup>, following the election of the Governor and other statewide officials, the Board shall elect a Chairperson and a Vice-Chairperson who shall be members of the Board. The Chairperson and Vice-Chairperson shall hold office for a term of four years.

Section b. Chairperson of the Board. It shall be the duty of the duly elected Chairperson to preside at all meetings of the Board, to name the members of all standing and special committees of the Board, and to fill all vacancies in the membership of such committees, in accordance with the provisions of these bylaws.

Section c. Vice-Chairperson of the Board. It shall be the duty of the duly elected Vice-Chairperson to preside at all meetings of the Board in absence of the Chairperson, and to serve as a member of the Executive Committee and other special committees as appointed by the Chairperson. The Vice-Chairperson shall serve as the Acting Chairperson upon the resignation, removal, or death of the Chairperson. At the next regular meeting of the Board, a Chairperson shall be duly elected.

Section d. Secretary of the Board. The ED of the School shall serve as Secretary to the Board and as custodian of the records of the Board. Copies of minutes, papers, and documents of the Board may be certified to be true and correct copies thereof by the Secretary.

## Article B.

### **Meetings**

- Section a. Regular Meetings. The Board of Directors for the Louisiana School of Math, Science, and the Arts shall meet at least four times per year (September, December, March, and June) in Natchitoches. The location and/or date may be changed by resolution of the Board or on call of the Chairperson at a location and/or date to be designated by the Chairperson. Regular meetings of the Board shall be open and shall follow public meeting laws, except when otherwise ordered by the Board for the consideration of executive matters as prescribed by law. No final or binding action shall be taken in a closed or executive session.
- Section b. Special Meetings. A special meeting of the Board may be called by the Chairperson of the Board or upon receipt of a written request signed by nine members specifying the purpose of the desired meeting. Notification shall be sent by U.S. or electronic mail to each member at least five calendar days before the time of the meeting. Special meetings of the Board shall be open and shall follow public meeting laws, except when otherwise ordered by the Board for the consideration of executive matters as prescribed by law. No final or binding action shall be taken in a closed or executive session.
- Section c. Quorum and Voting. Ten members of the Board shall constitute a quorum for the transaction of business, and all official action of the Board shall require the favorable vote of the majority of those present and voting as provided by law. All votes will be taken by live voice with the member physically present. No voting by secret ballot is allowed. No proxy votes nor votes via telephone are allowed. In all cases when the action is not by unanimous vote, the "ayes" and "nays" and abstentions of the individual

members shall be recorded upon the request of any member of the Board.

Section d. Rules of Order. When not in conflict with any of the provisions of this article, Robert's Rules of Order (latest revision) shall constitute the rules of parliamentary procedure applicable to all meetings of the Board.

Section e. Order of Business. The order of business for regular meetings of the Board shall be as follows:

- (1) Roll call and introductions
- (2) Correction and approval of minutes of preceding regular meeting and of all special meetings held subsequent thereto
- (3) Call for public comment for action items
- (4) Recommendations for Board consideration
- (5) Reports and updates of committees
- (6) Reports and recommendations of the ED
- (7) Report of the Faculty
- (8) Reports and recommendations from administrative staff and
- (9) Other business

Section f. Agenda. At least ten days prior to each regular meeting and five days prior to each special meeting of the Board, the Chairperson and ED shall prepare and forward to each member of the Board a tentative agenda for the meeting. A Board member may request to the Chairperson and ED for a particular item or subject to be placed on the agenda. The agenda for the regular or special meeting shall be posted on the front door of the LSMSA building, as well as the LSMSA website at least 24 hours in advance of the meeting. All matters requiring action of the Board, however, may be

acted on even though not carried on the agenda, if agreed upon by a unanimous vote of the Board members present.

Section g. Compensation of Members. Members of the Board shall serve without financial compensation. However, members are reimbursed travel and other expenses incurred in the performance of official duties for the Board and shall be in conformity with regulations governing such expenses of State officials.

Section h. Minutes. The written minutes of regular and special meetings of the Board shall meet the requirements of R.S.42:20 and any official action taken upon motions or resolutions which are voted upon by the Board. A summary report of the written minutes shall be submitted to the Board for approval and available to the public, upon written request to the ED. The ED shall also provide for recording all Board meetings and retain all recordings for at least three years from the date of the meeting. The minutes of the Board become official only when completed by the Secretary and approved by the Board. The foregoing provisions relative to the contents of the minutes shall in general also apply to minutes of committees of the Board, with the exception of the Vice Chairperson of a committee who serves as Secretary.

Section i. Referrals of Board Matters to Committees. In cases where practicable or desirable, before taking action on any subject or matter, the Board may refer such subject or matter to a committee.

### Article C.

#### **Committees**

Section a. Standing Committees. Executive Committee. There shall be an Executive Committee consisting of the Chairperson, Vice-Chairperson, and three other members appointed by

the Chairperson who are all subject to ratification by the Board. The Executive Committee shall consider matters referred to it by the Board, shall execute orders and resolutions assigned to it by the Board, and shall take immediate action if an emergency requiring such action arises between Board meetings. The agenda for any Executive Committee meeting will be posted at least 24 hours before the start of any meeting. All acts of the Executive Committee shall be submitted to the Board for ratification or rejection, at its next meeting, except in matters in which the Board shall have delegated to the Executive Committee full power to act. Whenever the Board delegates to the Executive Committee full power to act with respect to any matter, affirmation action by a majority of the entire membership of the Executive Committee shall be required. The ED is a non-voting ex-officio member of the Executive Committee and assumes the duties of secretary for the Committee.

Section b. Special Committees. Special committees shall be created to address a specific academic, fiscal, or human need of the School. Examples include an Ad Hoc Committee for the Annual Evaluation of the ED and an Ad Hoc Student Appeals Committee. Special committees shall consist of no less than five members of the Board who are subject to ratification by the Board.

1. Appointment and Term of Special Committees. Members of all special committees shall be appointed by the Chairperson, one of whom shall be designated as committee Chairperson and one of whom shall be designated as committee Vice-Chairperson, who shall assume the duties of secretary for the committee meetings. Special committees are established for a temporary period, usually less than one year.
2. Meetings of the Special Committees. It shall be the duty of the Chairperson of

each special committee to call a meeting, to prepare an agenda to be distributed to all Board members, and to be posted at least 24 hours before the start of the meeting, and to preside over the necessary meeting. The Vice Chairperson of each special committee shall keep minutes of the committee meetings. The minutes of each meeting of a special committee, showing its action and recommendation, shall comply with the provisions of Article B, Part 1, Section h. A designee for a Board member who is unable to attend a special committee meeting may not designate someone else to attend and vote in his/her absence from the meeting.

3. Quorum for Special Committee Meetings. A majority of the members of any special committee of the Board shall constitute a quorum for the transaction of business.

#### Article D.

##### **Board Staff**

Section a. The Board may authorize the employment of such personnel as may be required to carry out the function(s) of the Board. It may assign to the personnel so employed such functions and duties as may be necessary to accomplish the purpose for which it was established.

Section b. The Board may employ on a fee basis such technical and professional assistance, including legal counsel, as may be necessary to carry out the powers, duties, and functions of the Board.

Section c. The Board shall utilize the vast potential of the experienced competent professionals associated with the School.

## Article E.

### **Amendment or Repeal of Bylaws**

Section a. New Bylaws may be adopted, and bylaws may be amended or repealed, at any meeting of the Board, but no such action shall be taken unless notice of such proposed adoption, amendment, or repeal shall have been given at a previous meeting or unless notice in writing of the proposed change(s) shall have been served upon each member of the Board at least 30 days in advance of the final vote upon such change provided, however, that by a vote of two-thirds of the entire membership of the Board, the requirement for such notice may be waived.

## Article F.

### **Rules and Regulations of the Board**

- Section a. Any action by the Board establishing policy or methods of procedure, administrative, business, academic, or otherwise, not contained in these Bylaws shall be known as "Policies and Procedures of the Board."
- Section b. Policies and Procedures of the Board may be adopted by the Board, or may be amended or repealed, in whole or in part, at any meeting of the Board in accordance with law.